United States Bankruptcy Court Southern District of New York

In re: Lehman Brothers Holdings, Inc., et al.

Case No. 08-13555 (JMP) (Jointly Administered)

PARTIAL TRANSFER OF CLAIMS OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001 (e) (2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice

Rust Belt Holdings III, Ltd. Deutsche Bank AG, London Branch Name of Transferor Name of Transferee Name and Address where notices to transferee should be Court Claim # (if known): 66500 (superseded and replaced Court Claim # 2710) Rust Belt Holdings III, Ltd. PO Box 8155 Amount of Claim Transferred: US\$4,426,604.34, New York, NY 10150 plus all accrued interest and outstanding amounts claims@rustbeltholdings.net with a copy to: Date Claim Filed: April 6, 2010 Alice Belisle Eaton Paul, Weiss, Rifkind, Wharton & Garrison LLP Phone: N/A 1285 Avenue of the Americas New York, NY 10019-6064 Phone (212) 373-3125 Fax (212) 492-0125 aeaton@paulweiss.com Last Four Digits of Acct. #: N/A Name and Address where transferee payments should be sent (if different from above): N/A

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

Rust Belt Holdings III, Ltd.

Penalty for making a false statement. Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

Exhibit A

Evidence of Transfer

LBHI Notice of Partial Assignment

TO: United States Bankruptcy Court for the Southern District of New York ("Bankruptcy Court")

TO: Lehman Brothers Holdings Inc. ("Debtor")
Chapter 11
Case No. 08-13555 (JMP)

Attn: Lehman Brothers Holdings Claims Processing Center c/o Epiq Bankruptcy Solutions, LLC FDR Station
P.O. Box 5076
New York NY 10150-5076
United States of America

Date: 31 May , 2012

Claim #: 66500 (supersedes and replaces Claim #: 2710 previously filed)

Deutsche Bank AG, London Branch, its successors and assigns ("Assignor"), for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

Rust Belt Holdings III, Ltd. PO Box 8155 New York, NY 10150 claims@rustbeltholdings.net

its successors and assigns ("Assignee"), all rights, title and interest in and to the claim of Assignor, including all rights of stoppage in transit, replevin and reclamation, in the principal amount of USD4,426,604.34 plus all outstanding and accrued interest in relation thereto (the "Claim") against the Debtor in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Assignor hereby waives any objection to the transfer of the Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and

understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Assigner transferring to Assignee the Claim and recognizing the Assignee as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Assignee.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representative dated 34 May 2012.

Deutsche Bank AG, London Branch, as Assignor

By:

Name:

Title:

Henry Wu

Director

Heng Cheam

Director

Rust Belt Holdings III, Ltd., as Assignee

Name: ALLE BRISLE EATON

Title: AUTHORIZED SI GRUNTORY

Exhibit B

Proof of Claim

United States Bankruptcy Court/Southern District of New York Lehman Brothers Holdings Claims Processing Center clo Epig Bankruptcy Solutions, LLC FDR Station, P.O. Box 5076 New York, NY 10150-5076.			PROOF OF CLAIM Filed: USBC - Southern District of New York Lahman Brothers Holdings Inc., Et Al.	
Re: Chapter 11 Case No. 08-13555 (JMP) (Jointly Administered) me of Debtor Agalast Which Claim is Held Case No. of Debtor ehman Brothers Holdings Inc. Q8-13555		08-13565 (JMP) 0000066500		
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of at administrative expense may be filled pursuant to I U.S.C. \$ 503. Additionally, this form should not be used to make a claim for Lehman Programs Securities (See definition on reverse side.)				
ame and address of officent from Credito soodmorning Shinl hower as Shine and Shine as Shine	Creditor: (and name and ir) harn Securities Co., Lt han investment Co.) treent to-dong, Youngdeurigh Koong	address where notices should be sent if i. po-Gu Seoul, South Korea 150-721	Check this box to indicate that this claim amends a previously filed claim. Court Claim Number: 2710 (If known) Filed on: 2/11/2009	
стерионе пакност:		email Address; hkim7512@goodl.com sent (if different from above)	Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attack copy of statement givings particulars. Check this box if you are the	
tem 4. f all or part of your of fall or part of your of the control	claim is secured, comple- daim is entitled to priori faim qualifies as an Ad- if all or part of your clai if all or part of your clai its BASED ON AMOU E OF A DEBTOR, YO RECTIONS TO COM CUMENTATION OR if claim includes interest ilatims.com if claim is a	your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim: Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). Wages, salaries or commissions (up to \$10,950), carned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4).		
Basis for Clate (See instruction) Last four digit 3a. Debtor ma (See instruction) Secured Claim Check the appr information. Nature of propo	1; Swap Transaction #2 on reverse side.) s of any number by wi y have scheduled accountion #3a on reverse si (See instruction #4 on opriate box if your clair city or right of setoff:	□ Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5). □ Up to \$2.425 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7). □ Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). □ Other - Specify applicable paragraph of 11 U.S.C. § 507(a)().		
Value of Prope Amount of arre	rty: \$arage and other charges	Amount entitled to priority:		
Amount of Secured Cisim: \$Amount Unsecured: \$				
7. Credits: The ar 8. Documents: At orders, invoices, item Attach redacted copie on reverse side.) If the ONOT SEND OI SCANNING. If the documents are Occuments attach	nount of all payments of the reducted copies of nized statements of run ies of documents provide de documents are volun RIGINAL DOCUMEN and available, please ear to ordeling claim as earl to ordeling claim as	nd to derivative questionnaire or quarant	as promisory notes, putches of gest and security agreements, rest. (See definition of "reducted" BE DESTROYED AFTER tee questionnaire	FOR COURT USE ONLY FILED RECEIVED APR 0 6 2010 EPIG BARREUTEV SCILITIONS, ILC
Date: 31th Man	Ci	filing this claim must sign it. Sign and print name his claim and state address and telephone aumber	and title if any, of the ciconor or other	ead of (RSal Affairs)

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules. Items to be completed in Proof of Claim form

Name of Debtor, and Case Number:

YOU MUST INDICATE THE SPECIFIC DEBTOR AGAINST WHICH YOUR CLAIM IS ASSERTED, INCLUDING THE THE NAME OF THE DEBTOR AND THE RELATED CASE NUMBER (DEBTORS AND CASE NUMBERS LISTED BELOW), IN THE SPACE ALLOTTED AT THE TOP OF THE CLAIM FORM. · OR 13905 CES Aviation LLC

40-13333	examine endines fromings are,	しゅっとうさいろ	CC3 VARIED PPC
08-13600	LB 745 LLC	08-13906	CES Aviation V LLC
08-13885	Lehman Brothers Commodity Services Inc.	08-13907	CES Aviation IX LLC
08-13888	Lehman Brothers Special Financing Inc.	08-13908	East Dover Limited
08-13893	Lehman Brothers OTC Derivatives Inc.	09-10108	Luxembourg Residential Propertie Loan Finance S.a.r.L
08-13899	Lehman Brothers Derivative Products Inc.	09-10137	BNC Mortgage LLC
08-13900	Lehman Commercial Paper Inc.	09-10558	Structured Asset Securities Corporation
08-13901	Lehman Brothers Commercial Corporation	09-10560	LB Rose Ranch LLC
98-13902	Lehman Brothers Financial Products Inc.	09-12516	LB 2080 Kalakaus Owners LLC
08-13904	Lehman Scottish Finance L.P.	08-13664	PAMI Statler Arms LLC

If your Claim is against auditiple Debtors, complete a separate form for each Debtor.

Creditor's Name and Address:

Executer's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should acceive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the count informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

 Amount of Claim as of Date Case Filed;
 State the total amount owed to the creditor on the date of the Bankruptcy filing. Follow the instructions concerning whether to complete items 4, 5 and 6. Check the box if interest or other charges are included in

2 Resis for Claims

2. Data for Cambridge and the state of the s

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor; State only the last four digits of the debtor's account or other number used by the creditor to identify the

3a, Debtor May Have Scheduled Account As:

Use this space to rejout a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

I Chain for an

4. Secured Cision:

Check the appropriate box and provide the requested information if the claim is fully or
partially secured. Skip this section if the claim is entirely unsecured. (See
DEFINITIONS, below.) State the type and the value of property that secures the claim,

and that annual interest rate and the amount past attach copies of lien documentation, and state aunual interest rate and the amount past due on the claim as of the date of the bankruptcy filing.

S. Amount of Claim Entitled to Priority Under 11 U.S.C. §567(a).
If any portion of your claim falls in one or more of the listed entegories, check the appropriate box(es) and state the amount entitled to priority. (See DEFINITIONS, below.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Amount of Claim that qualifies as an Administrative Expense under 11 U.S.C.

\$630(h)[9].
State the value of any goods received by the debtor within 20 days before the date of commencement in which the goods have been sold to the debtor in the ordinary course

7. Credits:

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

8. Documents:

Attach to this proof of claim form reducted copies documenting the existence of the debt and of any lien securing the debt. You may also attach a summary. You must also extach copies of documents that evidence perfection of any security interest. You may also attach a summary. FRHP 3001(c) and (d). Do not send original documents, as attachments may be destroyed after scanning.

Date and Signature:

The person filing this proof of claim must sign and date it. FRBP 9011. If the claim is filted electronically, FRBP 9015(a)(2), authorizes courts to establish local rules specifying what constitutes a signature. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filter's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. Attach a complete copy of any power of attorney, Criminal penalties apply for making a false statement on a proof of claim.

Behtor A debtor is the person, corporation, or other entity that has filed a hankruptcy case.

Creditor

A creditor is the person, corporation, or other entity owed a debt by the debtor on the date of the hankruptcy

A claim is the creditor's right to receive payment on a febt that was owed by the debtor on the date of the bankruptcy filing.

See 11 U.S.C. §101 (5). A claim may be secured or unsecured.

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with the

Claims Agent at the following address: Lehman Brothers Heldings Claims Proce c/o Epiq Bankruptcy Solutions, LLC FDR Station, PO Box 5076 New York, NY 10150-5076

Secured Claim Under 11 U.S.C. §506(a)

A secured claim is one backed by a lieu on property of the debtor. The claim is secured so long as the creditor has the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be ovoluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien. A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

Claim Entitled to Priority Under 11 U.S.C. §507(a)
Priority claims are certain categories of unsecured Claims that
are paid from the available money or property in a bankrupacy e before other unsecured claims.

DEFINITIONS Reducted

A document has been reducted when the person filing it has masteri, edited out, or otherwise deleted, certain information.

A creditor should reduct and use only the last four digits of any social-security, individual's tax identification, or financial-necount number, all but the

initials of a minor's name and only the year of any person's date of birth.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

A contract that is any of (i) a "swap agreement" as such term is defined in section 101(53B) of the Bankruptcy Code on (ii) a "forward contract" as such term is defined in section 101(25) of the Bankruptcy Code. A cash-market purchase or sale of a security or loan (i.e. say purchase or sale of a security or loan for settlement within the standard settlement cycle for the relevant market), exchange-traded finture or option, securities lean transaction, repurchase agreement in respect of securities or leans, and any guarantee or reinbursement obligations which would otherwise be included in the definition of such terms in the Bankruptey Code shall not be considered a Derivative Contract for the purposes of this definition nor shall any notes, bonds, or other securities issued by the Debtors or their affiliates (including, but not limited to, Lehman Brothers Holdings Leh, Lehman Brothers Holdings plus, Lehman Brothers Holdings plus, Lehman Brothers Holdings plc, Lehman Brothers Securities N.V., and Lehman Brothers Cluxenbourgl Rquity Finance S.A.). relevant market), exchange-traded finure or option, secur (Luxembourg) Equity Finance S.A.).

Guarantee

A promise, representation or agreement to answer for the payment of some debt or the performance of some duty in case of the failure of mother person or entity who is liable in the

Lehman Programs Securities

Lehman Programs Securities means those securities included on the Lehman Programs Securities list available on http://www.lehaun-docket.com as of July 27, 2009.

INFORMATION

Acknowledgment of Filing of Claim
To receive acknowledgment of your filing, you may either enclose a stamped self-addressed envelope and a copy of this proof of claim, or you may access the Claims Agent's system (http://www.lehmandocket.com) to view your filed proof of claim.

Offers to Purchase a Claim

Certain entitles are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these emittes may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.), and any applicable orders of the bankruptcy court.

지율시 영등포구 여의도동 25~4 신송빌딩 301 호 【제 41호 서식】

용용 법무법인 대 일

(전화) 02-783-8515 (평소) 02-785-4575



Registered No. 2009 - 314

NOTARIAL CERTIFICATE



LAW FIRM DAE-IL

25-4 Shinsong B/D 301. Youido-Dong, Youngdeungpo-gu Seoul, Korea.

23230-05511 · 90.11.26 중인 210mm X 297mm 인쇄용지(큭급) 70g/m

This Power of Attorney is made this Twelfth day of February, Two

Thousand and Nine by GoodMorning Shinhan Securities Co., Ltd., a corporation organized and existing under the laws of Republic of Korea, having its head office located at GoodMorning Shinhan Tower, 23-2, Yoido-Dong, Youngdeungpo-Gu, Seoul, 150-712, Korea ("GMSH"). GMSH by these presents does hereby make, constitute and appoint Nam Koong, Hoon (Passport No. [YP2027151], an officer of GMSH) as its attorney ("Attorney") with full power and authority (including full power of substitution and revocation) to do any or all of the following in the name and on behalf of GMSH:

- 1. To prepare, execute and deliver, or to authorize and arrange the preparation, execution and delivery of such application forms and supporting documents (each in such form as the Attorney shall in his absolute discretion determine) as may be required by the High Court of the Hong Kong Special Administrative Region and the Provisional Liquidators in respect of the order for winding-up of Lehman Brothers Commercial Corporation Asia Limited, and the United States Bankruptcy Court for the Southern District of New York and the Trustees in respect of the bankruptcy filing of Lehman Brothers Holdings Inc.
- 2. To execute such other documents and to do all such other lawful acts and things on behalf of GMSH as the Attorney may in his absolute discretion consider appropriate in connection with any of the foregoing or otherwise for the purpose of implementing any of the transactions contemplated by the aforesaid agreements and other documents.
- 3. To do or to authorize all such other lawful acts and things on behalf of GMSH as the Attorney may in his absolute discretion consider appropriate in connection with GMSH's activities as a creditor of Lehman Brothers Commercial Corporation Asia Limited and Lehman Brothers Holdings Inc., including but not limited to filing a proof of claim, attending creditors' meetings and court hearings, filing appropriate motions with the courts, and receiving notices, payments, or other documents issued or delivered by the courts or other authorized persons to do so.

Name	Title	Specimen Signature
Nam Koong, Hoon	Head of Legal Affairs	Nam Koong Hoon
(Passport No. [YP	Department	Noun Cong;
2027151])		<u> </u>

This Power of Attorney is effective as of the date hereof and shall remain effective until revoked or cancelled by GMSH.

Any and all powers herein granted may be revoked at any time. This Power of
Attorney shall forthwith become null and void in case that Attorney shall cease to be an
officer of GMSH or its affiliates.

This Power of Attorney is governed by, and shall be construed in accordance with, the laws of the Republic of Korea.

IN WITNESS WHEREOF, GMSH has caused these presents to be executed in its name by Nam Koong, Hoon, Head of Legal Affairs Department, under its corporate seal as of the day and year first above written.

GoodMorning Shinhan Securities Co., Ltd.

President & CEO Lee, Dong Girl



서물록별시 영등포구 여의도통 25~4 (신송빌딩 301호) (제43호서식)

공중인기 법무법인 데 일

TEL: (02)783-8515 (02)783-7676 FAX: (02)783-8510

등부²⁰⁰⁹ 년제 314 호 인 중

것임을

2009 년 그 월 1고 일
 이 사무소에서 위 인증한다.

서명날인

공중인기 법무법인 대 일

주소 시율시 영등포구 여위도등 25-4 (신송빌딩 301호) 1

स्ट्रिसिसियं रे सि



확인하였다.

Registered No. 2009 - 314

Notarial Certificate

Jun, Hyuk

attorney-in-fact of

Goodhorning Shinhan Securities Co., Utd.

President & CEO Lee, Dong Girl appeared before me and admitted said principal's subscription to the attached power of Attorney

This is hereby attested on this 12 day of FGB
2009 at this office

LAW FIRM DAE-IL

25-4 Shinsong B/D 301, Youido-Dong,Youngdeungpo-gu Seoul, Korea

Attorney-at-Law Hyung-II Won

This office has been authorized by the Minister of Justice, the Republic of Korea, to act as Notary Public since March, 23, 1999. Under Law No. 3594



10100 Santa Monica Boulevard Suite 1450 Los Angeles, California 90067 Telephone: (310) 552-3100 Facsimile: (310) 552-3101

April 5, 2010

VIA EXPRESS MAIL

Lehman Bros. Holdings Claims Processing c/o Epiq Bankruptcy Solutions, LLC FDR Station, PO Box 5076 New York, NY 10150-5076

Re: Court Claim No. 2710

To Whom It May Concern:

Please find enclosed the amended proof of claim for Goodmorning Shinhan Securities Co., Ltd, which is now known as Shinhan Investment Co. Also enclosed is a stamped self addressed envelope; please return a conformed copy of the proof once it has been filed. Thank you.

Paralegal

Enc.

FLAT RATE ENVELOPE

EXTREMELY URGENT Please Rush To Addressee

CALL 1-800-222-1811 FOR PICKUP OR TRAC





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